



1 WHEREAS, the parties in these actions (the "California Federal Actions"), through their  
2 counsel of record, reached an agreement along with the parties in the Delaware Action, *In re*  
3 *Genentech Inc. Shareholder Litig.*, Consolidated Civil Action No. 3911-VCS (Del. Ch. Ct.), to  
4 settle their claims, which agreement was subject to final approval by the Court of Chancery in the  
5 Delaware Action;

6 WHEREAS, on March 31, 2009, the Delaware Court of Chancery entered an order, which,  
7 among other things: (1) preliminarily certified the class for settlement purposes only; (2) stayed all  
8 litigations pending final approval of the settlement; and (3) scheduled a final settlement hearing to  
9 be held on July 9, 2009, at 10:00 a.m. EST and provided a method for notice of the proposed  
10 settlement and final settlement hearing to class members;

11 WHEREAS, on April 3, 2009, the parties in these California Federal Actions jointly  
12 moved for a stay of proceedings pending final approval of the proposed settlement in the Delaware  
13 Action;

14 WHEREAS, on April 6, 2009, the Court granted the parties' joint motion for a stay of  
15 proceedings pending final approval of the Delaware Action [DKT Nos. 46 ("Wandel"), 35  
16 ("McCarthy") and 29 ("Gottdiener")];

17 WHEREAS, on July 9, 2009, a final settlement hearing was held, and, following that  
18 hearing, the Delaware Court of Chancery entered an Order and Final Judgment, which, among  
19 other things certified a class for settlement purposes, finally approved the settlement as fair,  
20 reasonable, adequate, and in the best interests of the class, and approved the application of co-lead  
21 counsel for an award of attorneys' fees and expenses;

22 WHEREAS, a true and correct copy of the ORDER AND FINAL JUDGMENT entered on  
23 July 9, 2009 in the Delaware Court of Chancery is attached hereto as Exhibit A; and

24 WHEREAS, now that the settlement has been finally approved in the Delaware Action, the  
25 parties agree that dismissal with prejudice of these California Federal Actions is appropriate.

26 IT IS HEREBY STIPULATED AND AGREED by and through the parties' respective  
27 counsel, that this action shall be terminated and dismissed under the following terms and  
28 conditions:

1       1. The parties agree to dismiss plaintiffs' claims with prejudice pursuant to Fed. R.  
2 Civ. P. 41(a)(1);

3       2. No party shall seek reimbursement from any other party of any fees, costs,  
4 expenses or damages in connection with the filing, prosecution, defense or dismissal of this action  
5 or the events that are the subject of these California Federal Actions other than as set forth in the  
6 Delaware ORDER AND FINAL JUDGMENT attached hereto as Exhibit A;

7       3. The Delaware ORDER AND FINAL JUDGMENT operates as a full, mutual and  
8 complete release of any and all claims that the parties may have against one another arising from  
9 the filing, prosecution, defense or dismissal of these California Federal Actions;

10      4. The parties represent that the defendants have not made or promised any payment,  
11 direct or indirect, to the plaintiff or his counsel in consideration of the dismissal of these California  
12 Federal Actions other than as set forth in the Delaware ORDER AND FINAL JUDGMENT  
13 attached hereto as Exhibit A;

14      5. This Stipulation and [Proposed] Order Regarding Voluntary Dismissal of Actions  
15 (the "Stipulation") does not constitute or imply any admission or confession by any party  
16 regarding the basis for plaintiffs' allegations in these California Federal Actions or the merits of  
17 any claim or defense raised herein; and

18      6. This Stipulation reflects the terms of dismissal of these California Federal Actions.  
19 The Court shall retain jurisdiction for the purposes of enforcing the terms of this Stipulation.

20      **IT IS SO STIPULATED.**

21 DATED: July 15, 2009

WOLF HALDENSTEIN ADLER  
FREEMAN & HERZ LLP  
FRANCIS M. GREGOREK  
BETSY C. MANIFOLD  
RACHELE R. RICKERT

25   
BETSY C. MANIFOLD

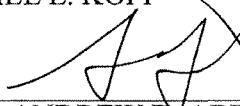
26      750 B Street, Suite 2770  
27      San Diego, CA 92101  
28      Telephone: 619/239-4599  
          Facsimile: 619/234-4599

1 LAW OFFICES OF MARC S. HENZEL  
2 MARC S. HENZEL  
3 273 Montgomery Avenue, Suite 202  
Bala Cynwyd, PA 19004  
Telephone: 610/660-8000  
Facsimile: 610/660-8080

4 Attorneys for Plaintiff Arnold Wandel

5 DATED: July 15, 2009

6 SPECTOR, ROSEMAN KODROFF  
& WILLIS, P.C.  
7 ROBERT M. ROSEMAN  
JAY COHEN  
ANDREW ABRAMOWITZ  
RACHEL E. KOPP

8   
9  
10 ANDREW D. ABRAMOWITZ

11 1818 Market Street, Suite 2500  
Philadelphia, PA 19103  
12 Telephone: 215/496-0300  
Facsimile: 215/496-6611

13 and

14 LEVY, RAM & OLSON  
15 MICHAEL F. RAM  
16 639 Front Street, 4th Floor  
San Francisco, CA 94111  
17 Telephone: 415/433-4949  
Facsimile: 415/433-7311

18 Attorneys for Plaintiffs John P. McCarthy Profit  
19 Sharing Plan, Class Members, and all others  
similarly situated

20 DATED: July 15, 2009

21 BULL & LIFSHITZ, LLP  
PETER D. BULL  
22 JOSHUA M. LIFSHITZ

23   
24 JOSHUA M. LIFSHITZ

25 18 East 41st Street  
New York, NY 10017  
26 Telephone: 212/213-6222  
Facsimile: 212/213-9405

27 and

1 LAW OFFICES OF MARC S. HENZEL  
2 MARC S. HENZEL  
3 273 Montgomery Avenue, Suite 202  
4 Bala Cynwyd, PA 19004  
5 Telephone: 610/660-8000  
6 Facsimile: 610/660-8080

7 Attorneys for Plaintiff Arnold Wandel

8 DATED: July 15, 2009

9  
10 SPECTOR, ROSEMAN KODROFF  
11 & WILLIS, P.C.  
12 ROBERT M. ROSEMAN  
13 JAY COHEN  
14 ANDREW ABRAMOWITZ  
15 RACHEL E. KOPP

16 ANDREW D. ABRAMOWITZ

17 1818 Market Street, Suite 2500  
18 Philadelphia, PA 19103  
19 Telephone: 215/496-0300  
20 Facsimile: 215/496-6611

21 and

22 LEVY, RAM & OLSON  
23 MICHAEL F. RAM  
24 639 Front Street, 4th Floor  
25 San Francisco, CA 94111  
26 Telephone: 415/433-4949  
27 Facsimile: 415/433-7311

28 Attorneys for Plaintiffs John P. McCarthy Profit  
Sharing Plan, Class Members, and all others  
similarly situated

DATED: July 15, 2009

BULL & LIFSHITZ, LLP  
PETER D. BULL  
JOSHUA M. LIFSHITZ

JOSHUA M. LIFSHITZ

18 East 41st Street  
New York, NY 10017  
Telephone: 212/213-6222  
Facsimile: 212/213-9405

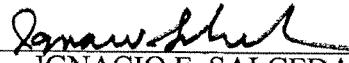
and

1 KAPLAN, FOX & KILSHEIMER, LLP  
2 LAURENCE D. KING  
3 350 Sansome Street, Suite 400  
4 San Francisco, CA 94104  
5 Telephone: 415/772-4700  
6 Facsimile: 415/772-4707

7 Attorneys for Plaintiff Ernest Gottdiener  
8

9 DATED: July 15, 2009

10 WILSON SONSINI GOODRICH & ROSATI  
11 PROFESSIONAL CORPORATION  
12 IGNACIO E. SALCEDA

13   
14 IGNACIO E. SALCEDA

15 650 Page Mill Road  
16 Palo Alto, CA 94304-1050  
17 Telephone: 650/493-9300  
18 Facsimile: 650/565-5100

19 Attorneys for Defendants Genentech, Inc.  
20 and Arthur D. Levinson  
21

22 DATED: July 15, 2009

23 LATHAM & WATKINS LLP  
24 PAUL H. DAWES  
25 ANDREW M. FARTHING

26 ANDREW M. FARTHING

27 140 Scott Drive  
28 Menlo Park, CA 94025  
Telephone: 650/328-4600  
Facsimile: 650/463-2600

29 Attorneys for Special Committee Defendants  
30 Herbert W. Boyer, Ph.D., Debra L. Reed and  
31 Specially Appearing Defendant Charles A.  
32 Sanders, M.D.

33 \* \* \*

34 ORDER

35 Plaintiffs' Class Action Complaints are hereby dismissed in their entirety.

36 IT IS SO ORDERED.

37 DATED: \_\_\_\_\_

38 HON. JEFFREY S. WHITE  
JUDGE OF THE U.S. DISTRICT COURT

GENENTECH:16901.3

39 STIP AND [PROPOSED] ORDER OF VOLUNTARY DISMISSAL OF ACTIONS – Case No. C 08-03543 SC

1 KAPLAN, FOX & KILSHEIMER, LLP  
2 LAURENCE D. KING  
3 350 Sansome Street, Suite 400  
4 San Francisco, CA 94104  
5 Telephone: 415/772-4700  
6 Facsimile: 415/772-4707

7  
8 Attorneys for Plaintiff Ernest Gottdiener

9 DATED: July 15, 2009

10 WILSON SONSINI GOODRICH & ROSATI  
11 PROFESSIONAL CORPORATION  
12 IGNACIO E. SALCEDA

---

13 IGNACIO E. SALCEDA

14 650 Page Mill Road  
15 Palo Alto, CA 94304-1050  
16 Telephone: 650/493-9300  
17 Facsimile: 650/565-5100

18 Attorneys for Defendants Genentech, Inc.  
19 and Arthur D. Levinson

20 DATED: July 15, 2009

21 LATHAM & WATKINS LLP  
22 PAUL H. DAWES  
23 ANDREW M. FARTHING

---

24 ANDREW M. FARTHING

25 140 Scott Drive  
26 Menlo Park, CA 94025  
27 Telephone: 650/328-4600  
28 Facsimile: 650/463-2600

29 Attorneys for Special Committee Defendants  
30 Herbert W. Boyer, Ph.D., Debra L. Reed and  
31 Specially Appearing Defendant Charles A.  
32 Sanders, M.D.

33 \* \* \*

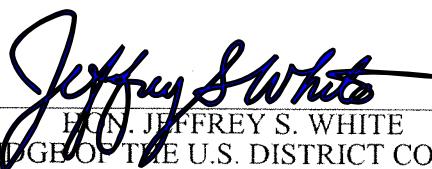
34 **ORDER**

35 Plaintiffs' Class Action Complaints are hereby dismissed in their entirety.

36 **IT IS SO ORDERED.**

37 DATED: July 16, 2009

38 GENENTECH:16901.3

  
39 HON. JEFFREY S. WHITE  
40 JUDGE OF THE U.S. DISTRICT COURT

41 STIP AND ~~PROPOSED~~ ORDER OF VOLUNTARY DISMISSAL OF ACTIONS – Case No. C 08-03543 SC

# **EXHIBIT A**

**GRANTED**

EFiled: Jul 9 2009 3:59PM EDT  
 Transaction ID 26034361  
 Case No. 3911-VCS



## IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE GENENTECH, INC. : CONSOLIDATED  
 SHAREHOLDERS LITIGATION : CIVIL ACTION NO. 3911-VCS

**ORDER AND FINAL JUDGMENT**

A hearing having been held before this Court (the “Court”) on July 9, 2009, pursuant to the Court’s Order of March 31, 2009 (the “Scheduling Order”), upon a Stipulation and Agreement of Compromise, Settlement, and Release, filed on March 23, 2009 (the “Stipulation”), of the above-captioned action (the “Action”) that was joined and consented to by all the parties to the Action, which Scheduling Order and Stipulation are incorporated herein by reference; it appearing that due notice of said hearing was given in accordance with the aforementioned Scheduling Order and that said notice was adequate and sufficient; and the parties having appeared by their attorneys of record; and the attorneys for the respective parties having been heard in support of the Settlement of the Action; and an opportunity to be heard having been given to all other persons desiring to be heard as provided in the notice; and the entire matter of the Settlement having been considered by the Court,

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED**, this 9th day of July, 2009, as follows:

1. Unless otherwise defined herein, all defined terms shall have the meanings as set forth in the Stipulation.
2. The Notice of Pendency of Class Action, Proposed Class Action Determination, Proposed Settlement of Class Action, Settlement Hearing, and Right to Appear (the “Notice”) has been given to the Class (as defined therein) pursuant to and in the manner directed by the Scheduling Order; proof of the mailing of the Notice was filed with the Court; and full

opportunity to be heard has been offered to all parties, the Class, and persons in interest. The form and manner of the Notice is hereby determined to have been the best notice practicable under the circumstances and to have been given in full compliance with each of the requirements of Delaware Court of Chancery Rule 23, due process, and applicable law, and it is further determined that all members of the Class are bound by the Order and Final Judgment herein.

3. Based on the record in the Action, each of the provisions of Delaware Court of Chancery Rule 23 has been satisfied and the Action has been properly maintained according to the provisions of Delaware Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2). Specifically, this Court finds that (a) the Class is so numerous that joinder of all members is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of Co-Lead Plaintiffs (also referred to herein as "Class Plaintiffs") as representative plaintiffs are typical of the claims of the Class; and (d) the Class Plaintiffs and their counsel have fairly and adequately protected and represented the interests of the Class.

4. The Action is hereby finally certified as a non-opt-out class action, pursuant to Delaware Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2), on behalf of a class consisting of all record holders and beneficial owners of Genentech common stock at any time during the period beginning on and including July 21, 2008 through and including the date of the consummation of the Merger, including any and all of their respective successors in interest, predecessors, representatives, trustees, executors, administrators, heirs, assigns, or transferees, immediate and remote, and any person or entity acting for or on behalf of, or claiming under, any of them, and each of them, and excluding the Defendants, members of the immediate family of any individual Defendant, any entity in which a Defendant has or had a controlling interest, officers of Defendants and the legal representatives, agents, executors, heirs, successors, or

assigns of any such excluded person (the “Class”). Further, the Co-Lead Plaintiffs are finally certified as Class representatives. The law firms of Grant & Eisenhofer P.A., Chimicles & Tikellis LLP, and Barroway Topaz Kessler Meltzer & Check, LLP (collectively, “Co-Lead Counsel”) are finally certified as Co-Lead Counsel.

5. The Settlement is found to be fair, reasonable, adequate, and in the best interests of the Class, and is hereby approved pursuant to Delaware Court of Chancery Rule 23(e). The parties to the Stipulation are hereby authorized and directed to comply with and to consummate the Settlement in accordance with its terms and provisions, and the Register in Chancery is directed to enter and docket this Order and Final Judgment.

6. This Court has jurisdiction over the subject matter of the Action, including all matters necessary to effectuate the Settlement and this Final Judgment and over all parties to the Action.

7. The Action and the claims asserted therein are hereby dismissed on the merits with prejudice as to all Defendants and against all members of the Class on the merits and, except as provided in the Stipulation, without fees or costs (except as provided below in paragraph 13).

8. Any and all claims, demands, rights, actions or causes of action, liabilities, damages, losses, obligations, judgments, suits, fees, expenses, costs, matters, and issues of any kind or nature whatsoever, whether known or unknown, contingent or absolute, suspected or unsuspected, disclosed or undisclosed, material or immaterial, matured or unmatured, that have been, could have been, or in the future can or might be asserted in this Action or in any court, tribunal, or proceeding (including, but not limited to, any claims arising under federal or state law, statutory or common law, relating to alleged fraud, breach of any duty, negligence,

violations of state or federal securities laws or otherwise) by or on behalf of any member of the Class, whether individual, class, derivative, representative, legal, equitable, or any other type or in any other capacity, which have arisen, could have arisen, arise now or hereafter arise out of, or relate in any manner to the allegations, facts, events, transactions, matters, acts, occurrences, statements, representations, misrepresentations, omissions, or any other matter, thing, or cause whatsoever, or any series thereof, embraced, involved in, set forth in, or referred to or otherwise related, directly or indirectly, in any way to, this Action or the California Actions, or the subject matter of this Action or the California Actions, and including without limitation any claims (whether or not asserted) in any way related to the entry into the Affiliation Agreement, the July Proposal, the Tender Offer, the Merger, the Merger Agreement, transactions related to the Merger or Merger Agreement, the Merger consideration, the negotiations preceding the Merger and Merger Agreement, the adequacy and completeness of disclosures made in connection with the Merger, Merger Agreement, transactions related to the Merger or Merger Agreement, and/or Merger consideration (including, but not limited to, public statements and SEC filings), and any alleged breaches of the fiduciary duties of the Defendants, or the aiding and abetting thereof (collectively, the "Released Claims"), against each and all of the Defendants and their respective relatives or family members, parent entities, associates, affiliates, subsidiaries, or trusts, and each and all of their respective past, present, or future officers, directors, record or beneficial stockholders, agents, representatives, employees, attorneys, advisors (including financial or investment advisors), consultants, accountants, law firms, investment bankers, commercial bankers, trustees, insurers, co-insurers and reinsurers, heirs, executors, general or limited partners or partnerships, limited liability companies, members, joint ventures, personal or legal representatives, estates, administrators, predecessors, successors, and assigns (collectively, the

“Released Persons”), shall be individually and collectively, completely, fully, finally, and forever released, relinquished, and discharged; provided however, that the Released Claims shall not be construed to limit the right of the Class Plaintiffs or any members of the Class to enforce the terms of this Stipulation or any properly perfected claims for appraisal in connection with the Merger.

9. Defendants and their counsel, individually and collectively, shall and hereby do completely, fully, finally, and forever release, relinquish, and discharge Plaintiffs and their counsel from any and all of the Released Claims.

10. The releases extend to claims that the parties granting the release (the “Releasing Parties”) do not know or suspect to exist at the time of the release, which if known, might have affected the Releasing Parties’ decision to enter into the release or whether or how to object to the Court’s approval of the Settlement or to attempt to exclude themselves from the Class. The Class Plaintiffs and each member of the Class shall be deemed to waive any and all provisions, rights, and benefits conferred by any law of the United States or any state or territory of the United States, or principle of common law or foreign law, which may have the effect of limiting the release set forth above. In particular, the Class Plaintiffs, and each member of the Class, shall be deemed to have relinquished to the full extent permitted by law the provisions, rights, and benefits of section 1542 of the California Civil Code, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.

In addition, the Class Plaintiffs, and each member of the Class, shall be deemed to waive any and all provisions, rights, and benefits conferred by any law of any state or territory of the United

States or elsewhere which is similar, comparable, or equivalent to California Civil Code section 1542. The Class Plaintiffs, and each member of the Class, are deemed to have settled and released fully, finally, and forever any and all claims released hereby, known or unknown, suspected or unsuspected, which now exist, or heretofore existed, or may hereafter exist, and without regard to the subsequent discovery or existence of such additional or different facts.

11. The Class Plaintiffs, Co-Lead Counsel, and all members of the Class, and each of them, and any of their respective representatives, trustees, successors, heirs, and assigns are hereby permanently barred and enjoined from asserting, commencing, prosecuting, assisting, instigating, continuing, or in any way participating in the commencement or prosecution of any action, whether directly, representatively, derivatively, or in any other capacity, asserting any claims that are, or relate in any way to, the Released Claims that are released pursuant to this Order and Final Judgment or under the Stipulation.

12. Neither the Stipulation, the Settlement, this Final Judgment, nor any act performed or document executed pursuant to or in furtherance of the Stipulation or the Settlement (a) is or may be deemed to be or may be used as an admission of, or evidence of the validity or lack of validity of any Released Claims or any wrongdoing or liability of Defendants; (b) is or may be deemed to or may be used as an admission of, or evidence of, any fault or omission of any of the parties in any civil, criminal, or administrative proceeding in any court, administrative agency, or other tribunal; or (c) is or may be alleged or mentioned so as to contravene clause (a) above in any litigation or other action unrelated to the enforcement of the Stipulation. Notwithstanding the foregoing, any of the Released Persons may file the Stipulation or any judgment or order of the Court related hereto, in the California Actions, or any other action that may be brought against them, in order to support any and all defenses or

counterclaims based on res judicata, collateral estoppel, release, good-faith settlement, judgment bar or reduction, or any other theory of claim preclusion or issue preclusion, or similar defense or counterclaim.

13. Co-Lead Counsel is hereby awarded attorneys' fees and expenses in the amount of \$24,500,000.00, which sum the Court finds to be fair and reasonable and which shall be paid to Co-Lead Counsel in accordance with the terms of the Stipulation.

14. The effectiveness of the Order and Final Judgment and the obligations of the Class Plaintiffs, Co-Lead Counsel, the Class, and the Defendants under the Settlement shall not be conditioned upon or subject to the resolution of any appeal that relates solely to the issue of Co-Lead Counsel's application for an award of attorneys' fees and expenses.

15. Without affecting the finality of this Order and Final Judgment in any way, this Court reserves jurisdiction over all matters relating to the administration and consummation of the Settlement.

---

The Honorable Leo E. Strine, Jr.  
Vice Chancellor

This document constitutes a ruling of the court and should be treated as such.

**Court:** DE Court of Chancery Civil Action

**Judge:** Leo E Strine

**File & Serve**

**Transaction ID:** 26032685

**Current Date:** Jul 09, 2009

**Case Number:** 3911-VCS

**Case Name:** CLOSED 7/9/2009 CONF ORDER CONS W/3912 3915 3922 3924 3927 3929 3947  
3956-VCS In re: Genentech Inc Shareholder Litigation

**Court Authorizer:** Leo E Strine

---

/s/ **Judge Leo E Strine**

1                   **DECLARATION OF SERVICE**

2                   I, Marta Stasik, the undersigned, declare:

3                   1.       That declarant is and was, at all times herein mentioned, a citizen of the United  
4                   States and a resident of the County of San Diego, over the age of 18 years, and not a party to or  
5                   interested in the within action; that declarant's business address is 750 B Street, Suite 2770, San  
6                   Diego, California 92101.

7                   2.       That on July 15, 2009, declarant served:

8                   **STIPULATION AND [PROPOSED] ORDER OF VOLUNTARY  
9                   DISMISSAL OF ACTIONS**

10                  via CM/ECF and electronic mail to the parties listed on the attached service list.

11                  I declare under penalty of perjury that the foregoing is true and correct. Executed this 15th  
12                  day of July 2009, at San Diego, California.

13                    
14                  MARTA STASIK

GENENTECH, INC.  
FEDERAL ACTION  
Service List – March 3, 2009  
Page 1

COUNSEL FOR PLAINTIFF

Francis M. Gregorek  
Betsy C. Manifold  
WOLF HALDENSTEIN ADLER  
FREEMAN & HERZ LLP  
750 B Street, Suite 2770  
San Diego, CA 92101  
619/239-4599  
619/234-4599 (fax)

Peter D. Bull  
Joshua M. Lifshitz  
BULL & LIFSHITZ, LLP  
18 East 41st Street  
New York, NY 10017  
212/213-6222  
212/213-9405 (fax)

Attorneys for Plaintiff Ernest Gottdiener

Marc S. Henzel  
\* LAW OFFICES OF MARC S. HENZEL  
273 Montgomery Avenue, Suite 202  
Bala Cynwyd, PA 19004  
610/660-8000  
610/660-8080 (fax)  
mhenzel@henzellaw.com

Attorneys for Arnold Wandel

Robert M. Roseman  
Jay Cohen  
Andrew Abramowitz  
Rachel E. Kopp  
\* SPECTOR, ROSEMAN KODROFF  
& WILLIS, P.C.  
1818 Market Street, Suite 2500  
Philadelphia, PA 19103  
215/496-0300  
215/496-6611 (fax)  
jcohen@srk-law.com

Michael F. Ram  
LEVY, RAM & OLSON  
639 Front Street, 4th Floor  
San Francisco, CA 94111  
415/433-4949  
415/433-7311 (fax)  
mfr@lrolaw.com

Attorneys for Plaintiffs John P. McCarthy  
Profit Sharing Plan

Laurence D. King  
\* KAPLAN, FOX & KILSHEIMER, LLP  
350 Sansome Street, Suite 400  
San Francisco, CA 94104  
415/772-4700  
415/772-4707 (fax)  
lking@kaplanfox.com

Attorneys for Plaintiff Ernest Gottdiener

COUNSEL FOR DEFENDANTS

Ignacio Salceda  
WILSON SONSINI GOODRICH  
& ROSATI  
Professional Corporation  
650 Page Mill Road  
Palo Alto, CA 94304-1050  
650/493-9300  
650/565-5100 (fax)  
isalceda@wsgr.com

Attorneys for Defendants Genentech, Inc. and  
Arthur D. Levinson

Paul H. Dawes  
Andrew M. Farthing  
\* LATHAM & WATKINS LLP  
140 Scott Drive  
Menlo Park, CA 94025  
650/328-4600  
650/463-2600 (fax)

Attorneys for Special Committee Defendants  
Herbert W. Boyer, Ph.D., Debra L. Reed and  
Specially Appearing Defendant Charles A.  
Sanders, M.D.

Neal A. Potischman  
\* DAVIS POLK & WARDWELL  
1600 El Camino Real  
Menlo Park, CA 94025  
650/752-2000  
650/752-2111 (fax)

Attorneys for Defendant Roche Holdings, Inc.

\* Electronic Mail